

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In Re:

SEARS HOLDING
CORPORATION,
et al.,

Debtors .

VIR VENTURES, INC. and
AMI VENTURES, INC.,

Plaintiffs.

-against-

SEARS HOLDINGS CORPORATION, et
al.,

Defendants.

Bankruptcy No. 18-23538 (RDD)

ADV. PROC. 19-0877- RDD

Chapter 11 (Jt. Admin.)

Document No.

Related Docket no: 7457

Hearing Date: March 23, 2020 10:00am

Response Deadline: March 16, 2020

CERTIFICATE OF SERVICE

I certify under penalty of perjury that I served the foregoing documents upon the addresses listed below, via electronic mail, via electronic mail for those registered with the court CM-ECF system and United States Mail on March 17, 2020.

¹ Response deadline extended pursuant to email agreement with Debtor's counsel.

Joint Response in Opposition to Debtors'² **PLAINTIFF'S RESPONSE IN OPPOSITION TO
DEBTORS MOTION TO DISMISS THE ADVERSARY COMPLAINT**

SERVICE LIST:

Judge Robert D. Drain
300 Quarropas Street
White Plains, NY 10601-4140
VIA UPS OVERNIGHT

Jennifer Brooks Crozier
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153-0119
jennifer.crozier@weil.com
VIA UPS OVERNIGHT

² The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); SHC Licensed Business LLC (3718); SHC Promotions LLC (9626); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Respectfully submitted,

DATED: March 17, 2020

BERNSTEIN-BURKLEY, P.C.

By: /s/ Salene Mazur Kraemer
Salene Mazur Kraemer, Esq.
Bernstein-Burkley, P.C.
707 Grant Street
Suite 2200 Gulf Tower
Pittsburgh, PA 15219
skraemer@bernsteinlaw.com
thudkins@bernsteinlaw.com
Telephone: (412) 456-8100
Attorneys for Beckman Coulter, Inc.